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Who Owns What Now? — Law Publisher Genealogy

by **Mary Brandt Jensen** (Director of the Law Library, University of Mississippi, Jackson MS 38677) <mjensen@sunset.backbone.olemiss.edu>

There are a lot of parallels between keeping track of who owns what in publishing and one of my hobbies, genealogy. Perhaps that is why I agreed to be coordinating editor of a regular column on changes in publisher ownership and write the first column on legal publishing. My genealogical work is far more rewarding and successful because so many other genealogists share information and in the case of the largest family I'm working on, two other genealogists do major portions of the work. I cannot hope to keep up with all the changes in publishing across the board on my own or even those in legal publishing without assistance. If this column is to be a success and provide useful information for all of us, we will need volunteer coordinators from other major publishing areas and a whole host of people who monitor a variety of sources of publishing news such as listservs and magazines to feed information into the column. The more who assist, the better it will be. Take up a new avocation, publisher genealogy, and contribute to the value of this column.

While the merger and acquisition frenzy of the last three years is the source of most of our day-to-day acquisitions headaches, I've found knowledge of a longer history to be useful for a variety of purposes in law librarianship. So in this first column, I will try to layout the big picture of who owns who in American legal publishing. Future notes in this column will rely on this background and include only more recent developments.

When I was working on the first draft of this column in January, it looked like the newest mega-merger in legal publishing would be the impending merger of **Reed Elsevier** and **Wolters Kluwer**. Some headlines had billed this as a merger of the No. 2 and No. 3 legal publishers while others looked at the broader base of the two companies and described the deal as the marriage that would create the world's largest professional and scientific publisher. But then shortly after I submitted the column to *ATG*, we learned that the wedding had been called off at the last minute because the couple couldn't work out the terms of the pre-nuptial agreement. It appears that either the European antitrust agencies or a combination of the European and US agencies are a bit tougher than the US Department of Justice is on its own. A **Wolters Kluwer** representative said that it appeared likely that US and European regulatory authorities would force divestiture of some activities and products that would threaten WK's targets for annual growth in earnings and negatively affect its shareholders. So WK wanted to renegotiate the deal and **Reed** said the terms WK was

insisting on would be unacceptable to Reed shareholders.

Even without the **WK/Reed** merger, these two companies are major families in legal publishing. Both **Kluwer** and **Reed** have been acquiring legal publishing companies and titles that had to be sold off after the **Thomson-West** merger, and there is every indication that they intend to continue expanding their share of the legal market through further acquisitions. Who is left to be acquired, you might ask? Pieces of **Times Mirror** (owner of **Matthew Bender** and part owner of **Shepard's Citations** in conjunction with **Reed**) is likely to be the first target. **Matthew Bender** was formally offered for sale early this year. There is speculation that the **Bureau of National Affairs (BNA)** may be a target as well. Speculation about the future aside, the most logical way to explain who presently owns what is to divide the legal publishing world into four groups: **West-Thomson** assets; **Reed Elsevier** assets; **Wolters Kluwer** assets, and the little left over.

West-Thomson's current assets include most of the assets of the former **West Publishing Co.** (including **Westlaw** and **Foundation Press**); **Clark Boardman Callaghan (CBC)**; **Lawyer's Cooperative (LCP)**; **Bancroft Whitney**; **Warren, Gorham & Lamont (WG&L)**; **Research Institute of America (RIA)**; **Banks Baldwin**; **Barclay's**; **Gale (aka Gale Research)**; **Information Access Corp. (IAC)**; **Maxwell McMillan** (including some titles acquired by MM from

Carswell (Canada); **Sweet & Maxwell (England)**; **Stevens (England)**; **Thomson (Canada)**; and **Thomson Professional Publishing**. In addition to these assets, various parts of the **West-Thomson** organization bought most of the **Shepard's/McGraw Hill** legal treatises when these were sold off prior to other arrangements being made for **Shepard's Citations**. This list of assets probably isn't all encompassing especially in areas of professional publishing outside the legal market.

Reed Elsevier's assets include most of the assets of **Lexis-Nexis**; **Jurisoft**, **Michie**; **Butterworths**; **Parker**; **Congressional Information Service (CIS)**; **Martindale Hubbell**; **Reed**; **Reed Reference Publishing**; **R.R. Bowker**; and **University Publications of America (UPA)**. In addition **Reed Elsevier** owns a 50% interest with **Times Mirror/Matthew Bender** in **Shepard's Citations**. Some sources indicate that **Reed Elsevier** may also have an ownership interest in **Matthew Bender**, but I think that is a mistake, at least for now. **Reed Elsevier** also bought most of the titles that the **West-Thomson** group was required to sell because of the antitrust aspects of the **West-Thomson** merger.

Wolters Kluwer's assets include **Commerce Clearing House (CCH)**; **Aspen**; **Little Brown** (law and professional divisions); **LRP**; **Prentice Hall Law & Business**; **Panel Publishers**; **Nijhoff**; **Wiley** (law division); and **Lippincott-Raven**.

The relatively independent category still

Prentice Hall); **Compuclerk**; **Rutters Group**; **Counterpoint**; **Legal Solutions**; **Law Book Co. of Australia**; **W. Green (Scotland)**; **Richard De Boo (Commonwealth countries)**;

appears to include **Bureau of National Affairs (BNA)** and **BNA Books**; **Times-Mirror** and its subsidiary **Matthew Bender** (at least for January); **Harrison**; **Congressional Quar-**

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terly; Anderson, Oceana and a variety of association and other organization publishers like **Practicing Law Institute (PLI)**; **American Law Institute-American Bar Association (ALI-ABA)**; **American Law Institute (ALI)**; **National Institute for Trial Advocacy (NITA)**. Some of the association publishers have had various printing and marketing arrangements with some parts of the three larger groups and some continue with these arrangements.

Sometimes, it isn't enough to know who owns what at the highest level because the three largest players have many divisions and many different contacts for a variety of issues from billing to marketing to shipping. At times, knowing a bit more of the history of who owned what when can be helpful in figuring out whether something is a match or who to contact.

Between 1978 and 1980, Thomson purchased **Callaghan**, **Clark Boardman, Richard De Boo** and **Warren, Gorham & Lamont**. Thomson merged **Clark Boardman** and **Callaghan** to form **Clark Boardman Callaghan** which it operated as a separate subsidiary. **WG&L** and **Richard De Boo** (I think) continued to be operated separately from **CBC**. In 1987, Thomson bought **Associated Book Publishers** which brought them **Carswell** (Canada), **Sweet and Maxwell** (England), **Stevens** (England) **W. Green** (Scotland) and the **Law Book Company** (Australia). In 1989, Thomson acquired **Lawyers**

Publisher Sun Circle

Coop which included **Bancroft Whitney** (US), **Research Institute of America** (US) and **Veralex** (US electronic products). Thomson also bought **Maxwell Macmillan** in 1991 which had acquired part of **Prentice Hall** in 1990. Most of the **PH/Maxwell Macmillan** titles were reassigned to the **RIA** division, but a few went to **CBC** and **WG&L**. One title even spent some time in all three divisions finally settling down to **CBC**.

The remainder of **Prentice Hall** continued to operate as **Prentice Hall Law and Busi-**

ness until 1994 when it was bought by **Kluwer** which merged **Prentice Hall Law and Business** with its US subsidiary **Aspen** to form **Aspen Law and Business**. Sometime in early 1990's the **Little Brown** legal line was also acquired and became part of **Aspen**.

In the early 90's, **Mead** (the Paper Giant) decided to sell **Mead Data Central (Lexis/Nexis)** and its law publishing subsidiaries. **MDC** had acquired **Michie** and **Illinois Code Co.** in 1988, **Jurisoft** (a legal software company) in 1989, and **Folio** in 1993 (an electronic

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search software company which **Reed** later sold to **Open Market** in 1997). Many years earlier, **Michie** had acquired **Bobbs-Merrill** and **Allen-Smith** (small statute publishers). Before acquiring **MDC**, **Reed** bought **R.R. Bowker** (primarily bibliographic products and directories) in 1985 and **Martindale-Hubbell** (US Legal directories) in 1990. After the sale, **Reed** merged **Michie** and the American division of **Butterworths** to form **Michie-Butterworths**.

Although **West** was huge and had bought one or two small companies such as **Banks Baldwin** and **Barclays** over the years to round out its collection of state statutes, until the summer of 1995, **West** had generally stayed out of the fray. In early 1996, **West** was sold to the growing **Thomson** organization creating the **West-Thomson** conglomerate which clearly owns the largest share of North American legal information assets. As part of that merger, the Justice Department required **West-Thomson** to divest itself of a number of titles, all of which were purchased by **Reed Elsevier** and made a part of its **Lexis Law** division which also includes **Michie** and **Butterworths**.

In the last year, **Wolters Kluwer** has purchased **Commerce Clearing House** and the legal division of **Wiley** (**John Wiley & Sons**). And then in October of 1997, **Wolters Kluwer** and **Reed Elsevier** announced that they would merge to form **EWK**. But now that merger is off.

The story of what happened to **Shepard's/McGraw Hill**, like that of **Prentice Hall**, is intertwined with both **West-Thomson** and **Reed Elsevier/Lexis**. **Shepard's/McGraw Hill** had two major legal lines; a series of legal citators and a series of legal treatises. The **Shepard's** name had been closely associated with the citators for over a hundred years and

as computer citators were developed, **Shepard's** was widely criticized for a variety of problems. So **Shepard's** decided to get out of the treatise business and concentrate on improving its citators. **Thomson** bought most of the treatises and assigned them to a variety of its divisions, but the lion's share of them eventually wound up with **Clark Boardman Callaghan**. Shortly after the treatises were sold off, **Matthew Bender** (a division of **Times-Mirror**) and **Reed Elsevier** reached agreement to jointly purchase **Shepard's Citators** which is where things stand at present with the citators. It appears that there is an agreement that if either company is sold, the other has a first option on the **Shepard's**

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citators. Speculation is that **Reed** will be a major bidder for **Matthew Bender**. Even if **MB** goes elsewhere, **Reed** appears to still have their option so the citators will almost certainly become a **Reed** asset. (But then we thought the **EWK** merger was almost certain too.)

Figuring out what the new megaconglomerates are doing with current internal organization of titles and billing is sort of like trying to balance on a ripe banana peel on a well-oiled floor. But I'll take a stab at it as of early January 98 (which is when I am writing this). It appears that **West-Thomson** intends to turn **CBC**, **LCP** and **West** into brand names. The **Shepard's** and **WG&L** brand names appear to be being eliminated and merged into the other three brand names or moved to the **RIA** division. Most but not all of the **WGL** periodicals have become **RIA** titles. Some of the **WGL** treatises that were updated several times a year have also become **RIA** titles. Most of the rest of the **WGL** treatise titles and a few periodicals became **CBC** titles. However, it appears that the banking part

of **WG&L** has gone to **A.J.Pratt and Sons** which apparently plans to convert the titles to interfiled services eliminating the option of buying one cumulative supplement per year. Most of the **Shepard's** treatise titles became **CBC** titles. Billing for **CBC**, **LCP** and **West** brands is semi-consolidated at this point, although many problems still need to be worked out. For the present at least, **RIA** appears likely to remain separate for some purposes such as billing, although for other purposes **RIA** appears to be very closely connected to the **West Information Group** part of **West-Thomson**. **CIS** is also part of **West Information Group** for some purposes, but I haven't figured out exactly what that means.

It appears that **Reed Elsevier** is in the process of consolidating all of its US print legal publishing under a new division called **Lexis Law**. So far the acquisitions of **CCH** and **Wiley by Kluwer** are too recent to tell

what effects that merger would have on the publications and accounts.

All of this is very confusing and difficult to follow. I've found it helpful to take a skill out of my genealogy hobby, and construct sun charts showing the major relationships. Like my genealogy charts, for some relationships I know only the names, while for others I know more of the lineage and at least approximate dates for when the changes occurred. If those charts can help me visualize all the relationships arising from births, deaths, multiple marriages, divorces, unmarried parents and adoptions, then why shouldn't they help me remember and apply what I know about publisher relationships to solve library problems. Now if only the whole tech services staff could enjoy publisher genealogy as much as I enjoy family genealogy, there might be something positive in this all too fluid world. 🌳

P.S. I promise future columns will be much shorter, more along the lines of the third paragraph of this article.

Op Ed

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ars going to be able to build the kind of publication record traditionally required for retention, tenure, and promotion in the academy? How is it possible that some universities are actually raising the publications bar while their own presses are being forced to reduce their commitment to monograph publishing? How, under these circumstances, can university presses continue to perform the screening and legitimization functions assigned them by the academy? Granted, the best work does get published, and published well. Granted, there are always presses springing up or expanding or establishing new niches, and the savvy author will find a home. Granted, the real problem is that academic job markets are very tight,

and nothing the scholarly presses do will change that fact. But, if scholarly publishers continue on their present course, and libraries on theirs, and no technological breakthrough comes along to change the calculus, the scholarly monograph as we know it will be fighting an ever steeper uphill battle. Are academic departments in the social sciences and humanities prepared to reconsider the weight they give to articles and other means of disseminating scholarly research? Will they ascribe more value to translation, editing, reference, pedagogical, and large, collaborative projects — projects that publishers welcome because they serve the needs of a broader audience (in the thousands, rather than dozens)?

I hope that school officials, senior faculty, dissertation advisors, and national organizations of scholars will soon come to terms with

the fact that the revolution taking place in the way information is disseminated has had a dramatic impact — both positive and negative — on the economics of publishing. The next casualty of this revolution may be the scholarly monograph — at least the average, narrowly specialized scholarly monograph — which no longer supports the costs of hardcover publication. We can improvise and innovate a little bit more, but I think the die is cast, and we are all going to have to adjust to the new reality. 🌳

*NB: Adapted from an article published in the March, 1998 issue of **NewsNet**, the newsletter of the American Association for the Advancement of Slavic Studies.*